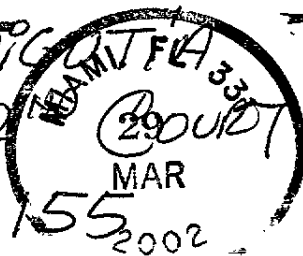


P02000037804

Requester's Name

FILED
02 APR -1 AM 10:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RICARDO MENDIGUETA
2145 SW 82
MIAMI, FL 33155



Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____ (Corporation Name) _____ (Document #) 000005179070--7
-04/01/02--01034--011
*****78.75 *****78.75
2. _____ (Corporation Name) _____ (Document #)
3. _____ (Corporation Name) _____ (Document #)
4. _____ (Corporation Name) _____ (Document #)

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS

- ☐ Profit
☐ Not for Profit
☐ Limited Liability
☐ Domestication
☐ Other

AMENDMENTS

- ☐ Amendment
☐ Resignation of R.A., Officer/Director
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☐ Merger

OTHER FILINGS

- ☐ Annual Report
☐ Fictitious Name

REGISTRATION/QUALIFICATION

- ☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

Examiner's Initials

DB 4/8

ARTICLES OF INCORPORATION
OF

Magna Building Corp.

ARTICLE I

NAME:

The name of this corporation is:

Magna Building Corp.

ARTICLE II

PURPOSE:

This corporation may engage in any aspect of construction, construction management, management of activities of different trades related to the construction industry, all activities related to the field of General Contracting in the construction field including but not limited to the construction of buildings and all kind of structures and the performance of all kind of activities related to the construction industry. Besides, this corporation may engage in any lawful business for which a corporation may be incorporated in the State of Florida.

ARTICLE III
CAPITAL STOCK

This corporation is authorized to issue 1,000,000 shares of common stock of \$ 0.01 par value each.

ARTICLE IV
PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

FILED
02 APR -1 AM 10:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V

RESTRICTIONS ON TRANSFER OF SHARES

The bylaws of this corporation may impose restrictions on the transfer or registration of its shares for any reasonable purpose and such restrictions shall be binding on the holder or a transferee of the holder, pursuant to Section 607.0627 of the Florida Business Corporation Act, as presently enacted.

ARTICLE VI

MAIN PLACE OF BUSINESS, INITIAL REGISTERED OFFICE AGENT

The initial registered office, and mailing address of the corporation is: 2145 S. W. 82nd. Court, Miami, Florida 33155, and the registered Agent is: Ricardo Mendigutía, at 2145 S. W. 82nd. Court. Miami, Florida 33155.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

The corporation shall have the number of directors specified in the by-laws. The number of directors may be either increased or decreased from time to time, in the manner provided in the by-laws. Initially, the following persons shall be the directors of this corporations:

Ricardo Mendigutía

2145 S.W. 82nd. Court,
Miami, Florida 33155

ARTICLE VIII
INCORPORATORS

The names and addresses of the person or persons signing these articles are:

<u>Name</u>	<u>Street Address:</u>
Ricardo Mendigutia	2145 S.W. 82 nd . Court Miami, Florida 33155

ARTICLE IX
OFFICERS

This corporations shall have the officers described in its by -laws or appointed by the board of directors in accordance with the by-laws.

ARTICLE X
BY-LAWS

The power to adopt, alter, amend, or repeal by-laws, shall be vested in the Board of Directors.

The power to adopt initial by-laws corresponds to the incorporator, or to the first Board of Directors. The power to amend the initial by-laws corresponds to the Board of Directors, but only the shareholders may adopt emergency by-laws.

This corporation may give oral notice in any case where notice to shareholders, directors or officers is required or convenient, but notice to this corporation shall always be in writing, in the manner set forth in Section 607.0141 of the Florida Statutes as presently enacted.

ARTICLE XI

PROCEDURE IN CASE OF DEADLOCK

In case of deadlock in any decision to be made by the Board of Directors and/or the shareholders, no director or shareholder shall seek dissolution of the corporation, but, instead, the dispute shall be submitted for decision to a panel of three persons who are either attorneys or certified public accountants, authorized to practice in Florida; two of such persons shall be selected, one each, by the parties in deadlock; the third shall be chosen by the two persons selected by the parties in deadlock. If any parties refuses to appoint the attorney or certified public accountant the, any party may petition the Miami-Dade County Bar Association and/or the Miami-Dade County CPA Association to nominate, in the stead of the non-nominating party, an attorney or attorneys or certified public accountants, and the attorneys or certified public accountant nominated shall be considered as nominated by the party or parties which have refused or neglected to nominate pursuant to this Article.

The Decision of this panel shall be binding on the corporation, its directors, officers, and shareholders and shall be considered the act of the board of directors and/or the shareholders. The corporation shall bear the cost incurred in the selection and functioning of the panel and shall have its members harmless and always indemnified from any liabilities incurred as a consequence of the performance of their duties, including those arising out of negligence.

ARTICLE XII
DATE OF COMMENCEMENT

FILED
02 APR -1 AM 10:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The effective date of this corporation is the date of filing by Secretary of State.

IN WITNESS WHEREOF, the undersigned incorporator has executed the Article of Incorporation, this 29 day of March, 2002.


Ricardo Mendigutia

State of Florida.

County of Miami-Dade.

KZ DL # m532 733-39-4690

BEFORE ME, the undersigned authority, personally appeared, Ricardo Mendigutia who is personally know to me to be the person who executed the foregoing Articles of Incorporation and they acknowledged before me that they executed same, this 29 day of March, 2002.

Max Hernandez
My Commission CC839237
Expires May 31 2003


Notary Public, State of Florida
Printed

Name: 

My commission expires:

HAVING BEEN NAMED to accept service of process for the above stated corporation at the place designed above, I hereby agree to act in this capacity and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties


Ricardo Mendigutia
Registered Agent